

HOPKINS & SUTTER

(A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS)

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June 9, 1999

Secretary
Surface Transportation Board
Room 704
1925 K Street, NW
Washington, DC 20423-0001

RECORDATION NO. 6295-G FILED

JUN 11 '99 10-30AM

Dear Secretary:

Enclosed for recordation pursuant to statute and 49 CFR 1177 are two counterparts of a Release of a Conditional Sale Agreement and of a Collateral Assignment of Lease and Agreement, dated as of March 15, 1999, and executed by John Hancock Mutual Life Insurance Company. The units covered by the Conditional Sale Agreement, the Collateral Assignment of Lease and Agreement and this Release are 500 70-ton bulkhead flat cars, marked DWC 606350 to 606849, both inclusive.

The Conditional Sale Agreement and the Collateral Assignment of Lease and Agreement, both dated as of August 15, 1971, were recorded with the ICC on September 2, 1971 and October 29, 1971, respectively, under primary recordation number 6295.

The parties to the Conditional Sale Agreement and the Collateral Assignment of Lease and Agreement are:

Vendor/

Assignee of Lease: Marine Industries Limited, *predecessor in interest to*

John Hancock Mutual Life Insurance Company

Vendee/

Owner Trustee/

Assignor of Lease: First Western Bank and Trust Company, *predecessor in interest to*

Sanwa Bank California

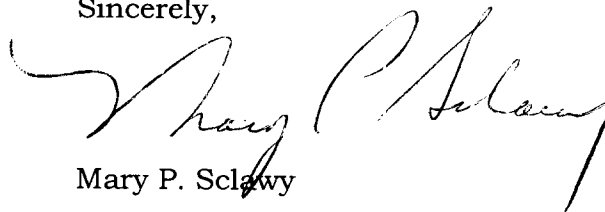
Secretary
June 9, 1999
Page 2

Enclosed is our check in the amount of \$26.

Please accept one counterpart of this document for filing, stamp the remaining counterpart with your recordation number and return it to the undersigned at the following address:

Mary P. Sclawy
Hopkins & Sutter
2800 Livernois
Suite 220
Troy, MI 48083-1240

Sincerely,

A handwritten signature in black ink, appearing to read "Mary P. Sclawy", written in a cursive style.

Mary P. Sclawy

Enclosure

cc: John A.N. Lamont: Re DWP (CN) 2044-03

JUN 11 '99

10-30AM

RELEASE dated as of March 15, 1999.

WHEREAS, Marine Industries Limited (predecessor-in-interest to **John Hancock Mutual Life Insurance Company** [pursuant to an Agreement and Assignment dated as of August 15, 1971 ("Agreement")]) as vendor ("Investor") and **First Western Bank and Trust Company** (predecessor-in-interest to **Sanwa Bank California**) as vendee ("Owner-Trustee") entered into a Conditional Sale Agreement dated as of August 15, 1971, as amended, (the "CSA"), covering the sale of five-hundred (500) 70-ton bulkhead flat cars marked DWC 606350 to 606849 inclusive (the "Equipment"), whereby, among other things, the Investor retained a security interest in the Equipment until the Owner-Trustee fully satisfied its obligations thereunder;

WHEREAS, the Owner-Trustee as lessor and **Duluth, Winnipeg and Pacific Railway Company** as lessee ("Lessee") entered into a Lease of Railroad Equipment dated as of August 15, 1971, as amended, (the "Lease") covering the Equipment;

WHEREAS, pursuant to a Collateral Assignment of Lease and Agreement (the "Assignment") dated as of August 15, 1971 between the Owner-Trustee and the Investor, the Owner-Trustee transferred and assigned to the Investor, as collateral security for the payment and performance of Owner-Trustee's obligations under the CSA, all its right, title and interest in the Lease; and

WHEREAS, the Owner-Trustee has fully discharged and satisfied its obligations, to the Investor, under the CSA.

NOW THEREFORE, the Investor hereby i) releases all its right, title and interest in the Lease and its security interest in the Equipment and ii) acknowledges and agrees that the Assignment has terminated.

IN WITNESS WHEREOF, the Investor has caused this Release to be executed, by its officer thereunto duly authorized, as of the day and year first above written.

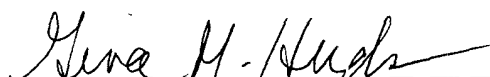
**JOHN HANCOCK MUTUAL LIFE
INSURANCE COMPANY,**
as Investor

By: Its: 
SENIOR INVESTMENT OFFICER

COMMONWEALTH OF MASSACHUSETTS)
)
COUNTY OF SUFFOLK)

*In the matter of a Release
dated as of March 15, 1999.*

On this 21st day of May, 1999, before me personally appeared S. Mark Ray, to me personally known, who, being by me duly sworn, says that he ~~is~~ is Sr. Investment Officer of John Hancock Mutual Life Insurance Company, that the foregoing release was signed on behalf of said corporation by authority of its Board of Directors, and he ~~is~~ acknowledged that the execution of the foregoing release was the free act and deed of said corporation.


Notary Public

My commission expires: 12/20/02

[Notarial Seal]

Recordation Information - Documents referenced in the Release.

On September 2, 1971 at 12:30 P.M., the CSA and the Lease were filed with the Interstate Commerce Commission (predecessor to the Surface Transportation Board) pursuant to Section 20c of the Interstate Commerce Act (now 49 U.S.C. S11301) and assigned recordation numbers 6295 and 6295-A, respectively. The Agreement and the Assignment were similarly filed on October 29, 1971 at 10:40 A.M. and assigned recordation numbers 6295-B and 6295-C, respectively.

On September 2, 1971 at 3:40 P.M., the CSA and the Lease were deposited in the Office of the Registrar General of Canada pursuant to Section 86 (which became Section 90) of the Railway Act of Canada (now Section 105 of the Canada Transportation Act). The Agreement and the Assignment were similarly deposited on October 26, 1971 at 2:00 P.M. and November 2, 1971 at 11:45 A.M., respectively.

DWP (CN) File Reference: 2044-03